

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Ambri Inc.,¹

Debtor.

Chapter 11

Case No. 24-10952 (LSS)

**NOTICE OF AGENDA FOR HEARING ON
JULY 9, 2024 AT 11:00 A.M. (ET)²**

This hearing will be conducted in-person, any exceptions must be approved by chambers.

Parties may observe the hearing remotely by registering with the link below no later than June 11, 2024 at 4:00 p.m. (prevailing Eastern Time).

To attend a hearing remotely, please register using the eCourtAppearance tool ([available here](#)) or on the court's website at www.deb.uscourts.gov.

The deadline to register for remote attendance is 4:00 PM (prevailing Eastern Time) the business day before the hearing unless otherwise noticed.

After the deadline has passed, an electronic invitation, with the relevant audio or video link, will be emailed to you prior to the hearing.

RESOLVED MATTER:

1. Application of the Debtor for Authority to Retain and Employ Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [Docket No. 128 – filed June 3, 2024]

Response/Objection Deadline: June 17, 2024 at 4:00 p.m.

Responses/Objections Received:

¹ The Debtor's mailing address is 53 Brigham Street, Unit 8, Marlborough, MA 01752, and the last four digits of the Debtor's federal tax identification number are 0023.

² All motions and other pleadings referenced herein are available online at the following address: <https://dm.epiq11.com/Ambri>.

- A. Informal comments from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”).

Related Documents:

- i. Amended Declaration of Alex Warso in Support of Debtor’s Application for Authority to Appoint Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [Docket No. 178 – filed June 21, 2024]
- ii. Certification of Counsel Regarding Application of the Debtor for Authority to Retain and Employ Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [Docket No. 179 – filed June 21, 2024]
- iii. Order Authorizing the Debtor to Retain and Employ Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [Docket No. 184 – entered June 26, 2024]

Status: An order has been entered granting the relief requested. No hearing is necessary.

MATTERS UNDER CERTIFICATION OF COUNSEL:

2. Application of the Official Committee of Unsecured Creditors for Order, Pursuant to 11 U.S.C. §§ 328 and 1103, Fed. R. Bankr. P. 2014, and Local Rule 2014-1, Authorizing and Approving the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of May 21, 2024 [[Docket No. 171](#) – filed June 17, 2024]

Response/Objection Deadline: July 1, 2024 at 4:00 p.m.

Responses/Objections Received: None.

Related Documents:

- i. Certificate of No Objection Application of the Official Committee of Unsecured Creditors for Order, Pursuant to 11 U.S.C. §§ 328 and 1103, Fed. R. Bankr. P. 2014, and Local Rule 2014-1, Authorizing and Approving the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of May 21, 2024 [[Docket No. 192](#) - filed July 2, 2024]

Status: A Certificate of No Objection has been filed. No hearing is necessary unless the Court has questions.

3. Debtor's Motion for an Order (I) Approving the Settlement Term Sheet Among the Debtor, UCC, and Secured Lenders Pursuant to Bankruptcy Rule 9019; and (II) Granting Related Relief [[Docket No. 175](#) – filed June 18, 2024]

Response/Objection Deadline: July 2, 2024 at 4:00 p.m.

Responses/Objections Received:

A. Informal comments from the U.S. Trustee.

Related Documents:

- i. Certification of Counsel Regarding Debtor's Motion for an Order (I) Approving the Settlement Term Sheet Among the Debtor, UCC, and Secured Lenders Pursuant to Bankruptcy Rule 9019; and (II) Granting Related Relief [[Docket No. 194](#) - filed July 3, 2024]

Status: A Certification of Counsel with a revised proposed order has been filed. No hearing is necessary unless the Court has questions.

4. Debtor's Motion for Entry of an Order (I) Establishing Deadlines for the Filing of Proofs of Claim (Including for Claims Arising Under Section 503(b)(9) of the Bankruptcy Code) and Administrative Expense Claims, (II) Approving the Forms and Manner of Notice Thereof, and (III) Granting Related Relief [[Docket No. 182](#) – filed June 24, 2024]

Response/Objection Deadline: July 2, 2024 at 4:00 p.m.

Responses/Objections Received:

A. Informal comments from the U.S. Trustee

Related Documents:

- i. Certification of Counsel Regarding Debtor's Motion for Entry of an Order (I) Establishing Deadlines for the Filing of Proofs of Claim (Including for Claims Arising under Section 503(b)(9) of the Bankruptcy Code) and Administrative Expense Claims, (II) Approving the Forms and Manner of Notice Thereof, and (III) Granting Related Relief [[Docket No. 195](#) - filed July 3, 2024]

Status: A Certification of Counsel with a revised proposed order has been filed. No hearing is necessary unless the Court has questions.

MATTERS GOING FORWARD:

5. Debtor's Motion for Entry of an Order (I)(A) Approving Bidding Procedure for the Sale of Substantially All of the Debtor's Assets, (B) Designating the Stalking Horse Bidder, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, (E) Scheduling A Sale Hearing and Approving the Form and Manner of Notice Thereof and (F) Granting Related Relief; and (II)(A) Approving Sale of the Debtor's Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [[Docket No. 14](#) – filed May 6, 2024]

Sale Objection/Response Deadline: June 28, 2024 at 4:00 p.m. (ET); extended to July 2, 2024 at 4:00 p.m. (ET) for the U.S. Trustee

Sale Objections/Responses Received:

- A. Informal comments from the U.S. Trustee.
- B. Informal comments from the Official Committee of Unsecured Creditors (the "Committee").

Status: The informal comments have been resolved. This matter is going forward on an uncontested basis.

Cure Objection/Response Deadline: June 28, 2024 at 4:00 p.m. (ET); extended to July 2, 2024 at 4:00 p.m. (ET) for CSC Leasing Company.

Contract Objection/Responses Received:

- A. Informal comments from CSC.

Status: The Debtor and CSC Leasing Co. are reconciling payments due and owing to CSC Leasing Co. in connection with lease schedules to be assumed and assigned, including cure payments, payments that have been processed, and payments to be processed prior to closing of the sale, with the expectation that the Sale Order will reflect the reconciliation of such payments and amounts due. Accordingly, pending the Hearing and entry of the Sale Order, all parties' rights are reserved with respect to payments, including cure amounts, due and owing to CSC Leasing Co.

Related Documents:

- i. Declaration of Steven Bremer in Support of Debtor's Motion for Entry of an Order (I)(A) Approving Bidding Procedures for the Sale of Substantially All of the Debtor's Assets, (B) Designating the Stalking Horse Bidder, (C) Scheduling an

Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, (E) Scheduling A Sale Hearing and Approving the Form and Manner of Notice Thereof and (F) Granting Related Relief [[Docket No. 15](#) – filed May 6, 2024]

- ii. Notice of Filing of Proposed Sale Order and Schedules to Stalking Horse APA [[Docket No. 143](#) – filed June 6, 2024]
- iii. Supplemental Declaration of Steven Bremer in Support of Debtor’s DIP Motion and Bid Procedures Motion [[Docket No. 148](#) – filed June 9, 2024]
- iv. Notice of Filing of Settlement Term Sheet Between the Debtor, Committee, and Secured Lenders [[Docket No. 156](#)– filed June 11, 2024]
- v. Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtor’s Assets, (II) Designating the Stalking Horse Bidder, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling A Sale Hearing and Approving the Form and Manner of Notice Thereof and (VI) Granting Related Relief [[Docket No. 160](#) – entered June 12, 2024]
- vi. Notice of Sale, Bidding Procedures, Auction, Sale Hearing and Other Deadlines Related Thereto [[Docket No. 161](#) – filed June 12, 2024]
- vii. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [[Docket No. 168](#) – filed June 14, 2024]
- viii. Notice of Cancellation of Auction and Designation of Successful Bidder [[Docket No. 181](#) – filed June 24, 2024]
- ix. Supplemental Declaration of Steven Bremer in Support of the Sale of Substantially All of the Debtors’ Assets [[Docket No. 193](#) – filed July 3, 2024]
- x. Notice of Filing of Revised Sale Order [[Docket No. 196](#) – filed July 3, 2024]

Status: This matter is going forward.

- 6. [SEALED] Motion for Leave, Standing, and Authority to Commence, Prosecute, and Settle Claims and Causes of Action on Behalf of the Debtor’s Estate (the “9019 Motion”) [Docket No. 145 - filed June 7, 2024]

Response/Objection Deadline: July 1, 2024 at 4:00 p.m.

Responses/Objections Received: None.

Related Documents:

- i. Notice of Hearing Regarding Motion of the Official Committee of Unsecured Creditors for Entry of an Order Granting Leave, Standing, and Authority to Commence, Prosecute, and Settle Claims and Causes of Action on Behalf of the Debtors Estate [[Docket No. 146](#) – filed June 7, 2024]

Status: If the Court enters an order approving the 9019 Motion, then this matter will be resolved pursuant to the settlement approved by such order, and, accordingly, a hearing on this matter will not be necessary.

Dated: July 3, 2024
Wilmington, Delaware

POTTER ANDERSON & CORROON LLP

/s/ Brett M. Haywood

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